

# **ATHENIAN BEREAN COMMUNITY PLAYERS BYLAWS**

## **(9/21/2016 Rev.)**

### **SECTION 1: CONSTITUTION**

#### Article I: Name and Location

This organization shall be known as "Athenian Berean Community Players " hereinafter, also sometimes referred to as "ABC Players," and Athens County and environs shall be its area of concern and location.

#### Article II: Purpose

It is the purpose of ABC Players to establish and perpetuate live community theatre, respected and supported by the public.

#### Article III: Goal

It is the goal of ABC Players to provide an outlet for all members of the community who wish to attend or participate in live theatre. Towards this end, all members of the community shall be encouraged to participate in any ABC Players function, except for voting at business meetings, election to the Board of Directors, appointment to the Nominating Committee, or voting for the season, which are privileges of ABC Players membership.

#### Article IV: Finances

ABC Players shall be a nonprofit, incorporated organization. Any revenue not required to meet operating expenses may be used or set aside for acquisition of a theatre or for other objectives of benefit to the community and in keeping with the purposes of ABC Players.

### **SECTION 2: MEMBERSHIP**

#### Article I: Membership Categories

Any member of the community--Athens County and environs--14 years old or older shall be eligible for membership. They will be admitted to membership upon payment of yearly dues - not to be prorated. The year shall run from September 1 to August 31.

- A. Guild Membership--active members who participate in the advancement of the organization.
- B. Supporting Membership--members who give monetary support.

#### Article II: Membership Renewal

- A. Membership can be renewed each year by the payment of annual dues to the

ABC Players Treasurer, due September 1.

B. Membership period extends from September 1 to August 31.

C. Membership Privileges:

1. Guild Members may participate in any aspect of ABC Players productions, may vote upon business transactions, be elected to the Board of Directors, and vote for the Season if present at all of the presentations of proposed scripts given by the Script Reading Committee at the play selection meeting.
2. All members will receive ABC Players mailings with notification of auditions, meetings, play presentations, play productions and all other ABC Players happening.

D. Member Responsibilities: It is the responsibility of each and every Guild Member to contribute in any way possible to activities that promote the overall welfare of ABC Players.

### **SECTION 3: GOVERNMENT**

#### Article I: Voting Membership

The ultimate governing body of ABC Players shall consist of the total voting membership. Transactions of the body shall be carried out during business meetings.

Business which must be transacted by the voting membership is as follows:

- A. Election of the four Officers of the Board of Directors.
- B. Approval of organizational expenditures over the maximum that can be approved by the Board of Directors.
- C. Financial commitments continuing beyond the current fiscal year.
- D. Major policy changes.
- E. Approval of Play Season.

#### Article II: Officers

There shall be four (4) Officers of ABC Players, consisting of the President, Vice President, Secretary, and Treasurer. If desired, the duties of the office of Secretary may be divided between two persons, in which case the number of Officers will be five (5).

- A. The terms of the Officers shall be one (1) year.

- B. Terms of the Officers shall begin on September 1.

#### Article III: Board of Directors

- A. There shall be a Board of Directors consisting of, but not limited to, the Officers and appointed directors to head committees concerned with major operations areas. These might include Director of Publicity, Director of Production, Director of Development, Facilities Director, and House Manager. Directors will be appointed annually. In addition, the immediate past President shall automatically become an ex-officio voting member.
- B. The Board of Directors may appoint, either from within or without the ABC Players membership, up to three (3) persons to serve as nonvoting Advisors to the Board, by virtue of standing in the community, business acumen, or specialized knowledge. The term of service for Advisors to the Board shall be one (1) year, with no limitation on the number of consecutive terms to which an individual may be appointed.

#### Article IV: Removal from Office

Any Officer or member of the Board of Directors may be removed from office by the following procedure:

- A. A petition in writing signed by one-quarter (1/4) of the voting membership will be submitted to a responsible official of ABC Players.
- B. Said official shall call a special meeting, notifying all members by mail at least one (1) week in advance. Notification shall include the purpose of the meeting.
- C. An affirmative vote for removal by three-quarters (3/4) of those attending the special meeting.

### **SECTION 4: RESPONSIBILITY**

#### Article I: Officers

Prior to taking office, all Officers shall be empowered to recruit members to fill the rest of the Board positions when the new Board takes office.

The responsibility of the individual officers and their special authority are as follows:

- A. President:
  - 1. Conduct business meetings.
  - 2. Appoint Directors of subsidiary groups,
  - 3. Appoint chairman of special or standing committees.

4. Represent or appoint representatives for ABC Players with Community groups.
5. Carry out any other executive duties necessary to the efficient functioning of ABC Players within the limits set by the Board of Directors and the voting membership.
6. Uphold and enforce adherence to the Constitution and Bylaws of ABC Players.

B. Vice President

1. Carry out the functions of the President in the President's absence or at the President's direction.
2. May serve on call on all standing or special committees in an ex-officio status.
3. Be coordinating contact between ABC Players and local community arts promotion groups.

C. Secretary

1. Maintain minutes of all business and Board of Directors meetings.
2. Keep attendance records at all business and Board of Directors meetings.
3. Notify Guild and Supporting Members of business meetings. Notification is by mail (e-mail where possible) at least one (1) week in advance for meetings which have on the agenda:
  - a. Election of Officers.
  - b. Approval of expenditures in excess of those which can be approved by the Board.
  - c. Approval of long range financial commitments.
  - d. Play Presentations.
  - e. Approval of season play selection.
  - f. Changes in by-laws
4. Ensure that Guild and Supporting Members are informed of upcoming events such as:
  - a. Auditions.
  - b. Show dates.

- c. Fund raisers.
5. Carry out such correspondence as may be required and is not carried out directly by the other officers or appointees.

D. Treasurer

1. Keep complete records of all ABC Players financial transactions, including subsidiary groups.
2. Promptly pay all obligations and collect all monies due. Make out any tax questionnaires or forms and submit the same to the appropriate governmental agencies.
3. Periodically review expenditures and alert the Board of Directors or appropriate Officer to potential financial problems.
4. Advise the Board of Directors and voting membership on the financial aspects of proposals under discussion.
5. Generally, exert every effort to make sure that ABC Players pursues sound financial policies.
6. Carry out necessary functions of the President, if both the President and the Vice- President are absent or disabled.
7. Maintain an up-to-date set of membership records.

Article III: Board of Directors

The Board is empowered to transact any business necessary to the operation of ABC Players within the following limitations:

- A. Expenditures shall be kept within authorized budget limitations except for expenditures under \$250.00 for the express purpose of maintaining essential ABC Players operations or emergency action required to protect ABC Players property.
- B. Transactions shall be consistent with the wishes of the membership as evidenced by the bylaws or by approval motions or resolutions.
- C. Contracts involving substantial commitment of money, manpower, or other ABC Players resources shall not exceed the tenure of the Board of Directors, unless approved by the voting membership.

**SECTION 5: ELECTIONS**

Article I: Election Procedure

- A. Elections shall be held during the April or May general business meeting each year for all Officers of the Board of Directors.
  
- B. The Vice President shall chair the Nominating Committee, numbering no fewer than two (2) and no more than four (4) people. The slate shall be presented at the April/May general meeting recommending at least one (1) person for each office. The consent of all nominees should be obtained in advance of the nominations. All voting members of ABC Players will be notified of elections by mail (e-mail where possible) at least one (1) week in advance. Notification shall include listing of the Nominating Committee "slate."
  
- C. Voting will be by secret ballot for any contested office and will be for one (1) office at a time in the following order:
  - 1. President
  - 2. Vice President
  - 3. Secretary
  - 4. Treasurer

The President shall call for nominations from the floor prior to each vote. A nomination can be made by any voting member. Only one (1) nomination may be made by any one member for a given office. The permission of the nominee must be secured in advance of the placing of the name into nomination. In the event of a tie, the President (who otherwise does not vote) will cast the deciding vote.

## **SECTION 6: MEETINGS**

### Article I: Notification

- A. A minimum of three (3) general business meetings will be held during the tenure of each Board of Directors.
  
- B. All voting members will be notified of meetings by mail. The notice must be postmarked one (1) week prior to the meeting date and must state major known items of business to be transacted.
  
- C. Special business meetings can be called by the President or designate at any time, making every reasonable effort to inform all members. Transactions of special meetings must be reviewed at the next general business meeting.

### Article II: Procedure

Unless otherwise specified, Robert's Rules of Order will be followed.

- A. A quorum will consist of qualified voting members present.

- B. Proxy votes will not be accepted.

## **SECTION 7: PLAY SELECTION AND SCHEDULING**

### Article I: Regular ABC Players Plays

- A. The Board of Directors shall determine how many main stage productions may be presented in the coming season prior to the Play Selection meeting.
- B. All prospective directors who wish to submit a play for consideration must have experience with producing an ABC Players play (such as acting, singing, choreographing, directing, set design, light design, stage crew, stage manager, etc). This ensures that prospective directors understand the culture of the ABC Players, its members, and its audience.
- C. Play Presentations will be held in the spring, sufficiently early that the next season's selections can be announced at least by the time of the present season's final production. Any Guild member wishing to vote on the season must attend the entire play presentation event in order to be eligible to vote. The presenter must cover the following items:
  - 1. Name and Author of play
  - 2. Cast needs--broken down into male and female and ages
  - 3. Brief summary of plot
  - 4. Unusual set or costume requirements
  - 5. Estimated production costs
- D. After all presentations are made, the voting membership will vote for the season. A majority vote will decide the first show selected and then the second show will be selected by majority vote until the season is set. In the case of a tie vote, the President (who does not otherwise vote) will cast the deciding vote.
- E. When possible, play selection will be done immediately following play presentations. In a case where time does not allow this, a special meeting will be held to do play selection for the season.
- F. In a case where a play must be withdrawn from the season, (e.g., play suddenly withdrawn from availability, director is incapacitated or moves away suddenly), the Board will make a determination about replacing the director or replacing the play. In the latter case, the play receiving the most votes at Play Presentations, but not making the season, will be considered to replace the one withdrawn. The membership will be notified of this eventuality immediately.

## Article II: Subsidiary Groups

Subsidiary groups such as Junior Players, Youth Summer Theatre, Experimental Theatre, New Playwrights Series, Workshop Productions, Reader's Theatre, or Family Service Plays may select their plays as they see fit. They should, however, be reported to the Board for approval before publicity releases are sent out or a firm commitment is made.

## **SECTION 8: FINANCIAL PROCEDURES**

### Article I: Expenditures from the Treasury

All expenditures from ABC Players treasury shall be by check or bank card. Checks will be signed by an Officer of ABC Players. The Treasurer shall maintain on file at the bank signatures of persons who may validate a check. Any member may sign when using the bank card.

### Article II: Authorization for Expenditure

The following are considered authorized expenditures: (1) Purchases by the director or a technical lead (for example, costume designer) for an approved production. (2) Purchases under \$100 by a committee head or designated party for general ABC Players operations. Examples include, publicity chair purchasing printing supplies; costume storage coordinator purchasing storage bins; refreshments coordinator purchasing napkins or soft drinks.

- A. Reimbursement may be made to any Officer or responsible party for authorized expenditures, upon the presentation of a satisfactory receipt or statement and purchase record designating purpose.
- B. Advances may be made for authorized expenditures. It will be the responsibility of the Treasurer to keep appropriate records of such advances until satisfactory statements or receipts are presented and any unexpected cash balance has been returned.
- C. An expenditure of funds not exceeding \$250.00 may be made if it has been authorized by a special vote of the ABC Players Board of Directors and is for the express purpose of maintaining essential ABC Players operations.

### Article III: Audit of Funds

The Board of Directors or designate, other than the Treasurer, will audit the financial records at the close of the financial season (normally July 1).



## **SECTION 9: AMENDMENTS TO THE BYLAWS**

### Article I: Notification of Proposed Amendment

- A. Proposed amendments will be submitted in writing to the President.
- B. ABC Players members will be acquainted with amendment proposals by one of the following means, at the option of the President:
  - 1. Reading aloud, in its entirety, at a business meeting.
  - 2. Mailing copy with meeting notice.
  - 3. Distributing a copy at a business meeting and allowing sufficient time to read before a vote is taken.
- C. The fact that an amendment to the Bylaws will be considered is to be stated in the mail notification of the meeting. It is the responsibility of the person proposing the amendment to notify the President of his attentions in time for such a statement to be included.
- D. The proposal may be accepted by majority vote of the attending members at any meeting, either as submitted or as amended. It does not take effect, however, until it is ratified.

### Article II: Ratification

- A. Amendment proposals must be ratified at a business meeting within three (3) months of proposal. Amendments not ratified within this period must be resubmitted.
- B. Attending members are to be acquainted with any aspects they desire, but unless requested by a member, the proposal need not be presented again in its entirety. The proposal is ratified by a majority vote of the members attending.
- C. A proposal that is amended during the second reading must be resubmitted for ratification at a subsequent meeting, even though it may have been accepted by the voting membership prior to amending.

Amended 6/1994; 2/2005, 10/2009, 9/2016